

**UNITED STATES DISTRICT COURT
DISTRICT OF MINNESOTA**

**LEHMAN BROTHERS HOLDINGS)
INC.,)**

Plaintiff,

V.

**LENDINGTREE, LLC and
LENDINGTREE, INC.,**

Defendants.

Civ. No. 20-cv-1351 (SRN/HB)

**DECLARATION OF DANA
BARKER IN SUPPORT OF
DEFENDANTS' MOTION TO
DISMISS OR, IN THE
ALTERNATIVE, TO TRANSFER
VENUE OR COMPEL
ARBITRATION**

I, Dana Barker, declare under penalty of perjury and pursuant to 28 U.S.C. § 1746 that the following is true and correct to the best of my knowledge:

1. I have worked for LendingTree, LLC (“Tree-LLC”) since March 2014. I am currently a Senior Corporate Paralegal at Tree-LLC and have held that position since June 2019.

2. I submit this Declaration in support of Defendants' Motion to Dismiss or, in the Alternative, to Transfer Venue or to Compel Arbitration, which I understand LendingTree, Inc. ("Tree-Inc.") and Tree-LLC are filing concurrently with this Declaration.

3. Unless otherwise noted, this Declaration is based on my personal knowledge, my review of business records, and my firsthand knowledge and experience acquired in the ordinary and regular course of Defendants' businesses.

4. If called, I could and would testify to the facts in this Declaration.

5. Tree-Inc. is a Delaware corporation with its principal place of business in Charlotte, North Carolina. Tree-Inc.'s principal place of business has been in Charlotte, North Carolina since its incorporation in 2008.

6. Tree-Inc. does not now and has never had any offices in Minnesota. Tree-Inc. does not now and has never employed anyone while they lived in Minnesota.

7. Tree-Inc. has not appointed an agent to receive service of process in Minnesota.

8. Tree-LLC is a Delaware limited liability company with its principal place of business in Charlotte, North Carolina. Tree-LLC's principal place of business has been in Charlotte, North Carolina since its formation in 1996.

9. Tree-LLC does not now and has never had any offices in Minnesota. Tree-LLC does not now and has never employed anyone while they lived in Minnesota.

10. Home Loan Center, Inc. (“HLC”) is a California corporation with its principal place of business in Charlotte, North Carolina. HLC’s principal place of business has been in Charlotte, North Carolina since 2012. Prior to that, HLC’s principal place of business was in Irvine, California since its incorporation in 2000.

11. The vast majority of documents concerning Tree-Inc.'s, Tree-LLC's, and HLC's businesses are located and stored in databases, repositories, or files located in Charlotte, North Carolina and/or through remote or cloud-based solutions managed from Charlotte, North Carolina. These documents include the corporate records of Tree-Inc., Tree-LLC, and HLC, including minutes, resolutions and documents relating to their formation; the 2008 Separation Agreement; documents relating to Tree-LLC's

acquisition of HLC in 2004; documents relating to the management, operations, and finances of Tree-Inc., Tree-LLC, and HLC; and documents relating to the relationships among Tree-Inc., Tree-LLC, and HLC. Tree-Inc. and Tree-LLC would coordinate the collection, if necessary, of documents concerning their businesses from Charlotte, North Carolina.

12. Most of the Tree-Inc. and Tree-LLC employees who have knowledge about the (a) Separation Agreement; (b) the sale of HLC's assets to Discover and related transactional documents; (c) Tree-LLC's acquisition of HLC and related transactional documents; (d) the SEC filings referenced in the Complaint; (e) Tree-Inc.'s, Tree-LLC's, and HLC's management, operations, and finances; and (f) the historical relationship among Tree-Inc., Tree-LLC, and HLC work and live in North Carolina.

Executed this 19th day of August, 2020, in Charlotte, North Carolina


Dana Barker